

Amendments to the Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

Please cancel Claims 1-45.

- 46. (new) A tilt-rotor aircraft comprising a fuselage, wings for sustained forward flight, and a plurality of rotors, each rotor being independently and sequentially tiltable between a position above the aircraft providing lift and a position providing propulsion as a pusher propeller for forward flight.
- 47. (new) An aircraft according to claim 46 in which the rotors are inclined to the roll axis of the aircraft, or to the pitch axis of the aircraft.
- 48. (new) An aircraft according to claim 47 in which the angle of inclination is variable.
- 49. (new) An aircraft according to claim 46 in which the rotors are substantially in mesh.
- 50. (new) An aircraft according to claim 46 comprising a mechanism for varying the relative phase of the rotors to permit sequential tilting.
- 51. (new) An aircraft according to claim 46 in which a tilt axis of the rotors is vertically or longitudinally offset from the point of convergence of the rotational axes of the rotors.
- 52. (new) An aircraft according to claim 46 operable in three flight modes, a first of which is used below a first air speed, a second of which is used between the first airspeed and a second airspeed, and a third of which is used above the second airspeed.
- 53. (new) An aircraft according to claim 52 in which the second flight mode is a compound mode, in which at least one of the rotors is in the flight position or at

least one of the rotors is in the lift position.

- 54. (new) An aircraft according to claim 46 comprising mechanism configured to feather the rotors during transition between the lift and propulsion positions.
- 55. (new) An aircraft according to claim 46 wherein the rotors are carried by supporting structure mounted on the fuselage.
- 56. (new) An aircraft according to claim 46 wherein a said supporting structure is mounted to pivot about an axis extending transversely of an upper part of the aircraft fuselage.
- 57. (new) A tilt-rotor aircraft according to claim 46 being of a twin-boom layout, wherein booms extend from the wings of the aircraft to support the aircraft's empennage, the rotors being disposed between the booms when the aircraft is in forward flight mode.
- 58. (new) An aircraft according to claim 46 wherein at least inboard portions of the wings of the aircraft are moveable so as to present leading edges to the airflow generated from the rotors when in lift mode.
- 59. (new) A tilt-rotor aircraft comprising a tiltable rotor assembly on the longitudinal centre line of the aircraft moveable between a lift mode and a forward flight mode, inboard portions of the wings of the aircraft being moveable so as to present leading edges to the airflow generated by the rotor assembly in lift mode.
- 60. (new) An aircraft according to claim 59 wherein a said moveable portion is rotatable about and/or translatable longitudinally or transversely of a fixed beam projecting from the fuselage of the aircraft.
- 61. (new) An aircraft according to claim 60 wherein the said fixed beam is offset from the tilt axes of the rotors.

62. (new) An aircraft according to claim 47 wherein the beam extends to a fixed outboard portion of the wing.
63. (new) An aircraft according to claim 59 wherein a said moveable portion is configured to act as a control surface when the aircraft is in lift mode and/or in transition between lift and forward flight modes, the aircraft also comprising a control system means for operating the control surface.
64. (new) An aircraft according to claim 46 wherein the underside of the fuselage is shaped to reduce download forces on the fuselage from the airflow generated by the rotor or rotors in lift mode.
65. (new) An aircraft according to claim 46 comprising a control surface on the fuselage, operative when the aircraft is in a lift mode and/or in transition between lift and forward flight modes.